

SASKATCHEWAN HEALTHCARE EMPLOYEES' PENSION PLAN

Preserving the pension promise - for your future



ANNUAL REPORT



SASKATCHEWAN HEALTHCARE EMPLOYEES' PENSION PLAN

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SASKATCHEWAN HEALTHCARE EMPLOYEES' PENSION PLAN

2004 ANNUAL REPORT

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MESSAGE FROM THE CHAIR AND VICE-CHAIR

We are pleased to present you with the 2004 Annual Report of the Saskatchewan Healthcare Employees' Pension Plan.

As the cover suggests, preserving the pension promise made to SHEPP members is our greatest responsibility. The Plan has fulfilled this promise for more than 40 years, and we are committed to ensuring this tradition continues.

This means continuing to grow and invest the pension fund, provide quality services to members, and ensure the pensions earned are delivered to retired members.

In 2004, the SHEPP trust fund achieved a 10.6% rate of return, beating its target return by 1.5%. This helped the fund grow by \$262.1 million during the year, passing the \$2 billion mark in August and ending the year with over \$2.2 billion in assets. You can read more about SHEPP's investment performance, including how the fund is invested, later in the report.

Although the Plan still has an unfunded liability and funding shortfall – totalling \$88 million at the end of 2002 – the contribution increase that went into effect in January 2004 is expected to cover the liability and shortfall before the legislated deadline of 15 years.

The Board continues to monitor the Plan's financial health closely. To ensure that SHEPP's funding levels are on track to meet its financial obligations, we made the decision to move up the next actuarial review by one year. Although the next review is not legally required until the end of 2005, the Plan's actuary will now conduct a review as of December 31, 2004.

Conducting the review sooner rather than later means the Board will have expert and detailed information on the Plan's financial position and the risks it faces in the years ahead. While there is always a possibility that further adjustments may have to be made in the future based on the results of the actuary's review, the Plan is on course and the contribution rates remain stable for the time being.

As the Board moves into its third year, we would like to thank SHEPP members and employers for your support and ongoing commitment to SHEPP. We look forward to serving you in the future.

Jim Tomkins

Marg Romanow Vice-Chair

MESSAGE FROM THE GENERAL MANAGER

With the move to joint trusteeship successfully completed, 2004 gave us an opportunity to look for ways to improve our services and still operate as efficiently as possible.

Introducing shepp.ca in the spring of 2004 is an initiative that met both objectives. With its news, publications and links to other sites, getting information on SHEPP has never been easier. Whether it's day or night, during the week or on the weekend, members can get answers whenever it's convenient for them.

We continue to provide personal services for those who prefer them. More information on our traditional services can be found in the Member Services section of the report.

In 2004, we also:

- Brought the function of paying pensions in-house. While our custodian performed this function in the past, bringing the job in-house means we have more control over the process and more flexibility to make changes. It will also save money over the long term. In the first three years, cost savings will be about \$100,000.
- Introduced a number of new publications and documents designed to make SHEPP as easy to understand as possible. This included new information sheets for plan members - one on beneficiary designations and the other on powers of attorney - along with a new format for their annual statements. Employers received a new administrative manual with checklists for SHEPP transactions.

Looking ahead, our goal is to ensure SHEPP continues to meet the needs of its nearly 39,000 members and 74 employers. Beginning this year, we will survey our membership about the Plan's benefits and services. The feedback we receive will help shape our service and communication programs.

Our employees continue to be our strength. Their hard work, loyalty and dedication contribute to our success and I thank them for this.

Our telephone lines and doors are always open. Contact us by phone, fax or email, or visit our office in Regina. We would be pleased to hear from you.

Garry Tramer General Manager



PROFILE

2004

Ranked 62nd largest in *Benefits Canada* magazine's "Top 100 Pension Funds" list.

ABOUT US

The Saskatchewan Healthcare Employees' Pension Plan (SHEPP) is the largest defined benefit pension plan in Saskatchewan, with over \$2.2 billion in assets.

Originally established in 1962 for Saskatchewan hospital employees, the Plan has grown to become the pension plan for nearly 39,000 healthcare workers in the province.

With its competitive pension formula, enriched early retirement and bridge benefits, portability and transfer features, the Plan helps members build a stronger retirement future and plays a vital role in their preparation for a secure retirement.

BOARD OF TRUSTEES

In 2002, the Saskatchewan Association of Health Organizations (SAHO) and six healthcare unions agreed to jointly trustee the Plan and an independent board of trustees was set up to govern the Plan.

The Board is made up of four employer and four employee appointed trustees. SAHO appoints the employer trustees and four of the largest healthcare unions each appoint one employee trustee:

Canadian Union of Public Employees Service Employees' International Union

Saskatchewan Union of Nurses Health Sciences Association of Saskatchewan

PARTNER COMMITTEES

Plan design issues, such as benefit and contribution levels, are negotiated by two partner committees representing employers and employees.

SAHO appoints representatives to the employer committee, and six healthcare unions appoint representatives to the employee committee:

> Canadian Union of Public Employees Service Employees' International Union

Saskatchewan Union of Nurses Health Sciences Association of Saskatchewan

Saskatchewan Government and General Retail, Wholesale and Department Store Union Employees' Union

The Board of Trustees and Partner Committees ensure that members have a real voice in SHEPP.

SHEPP EMPLOYEES

Under the oversight of the Board of Trustees, SHEPP's 16 employees are responsible for the day-to-day operations of the Plan.

Did you know?

- There were 1,824 new members to the Plan in 2004.
- About 90% of members are women.
- 42% of members work part-time or casual.
- The average plan member is 44 years old.
- About 2,600 members were disabled in 2004 and continued to earn credited service and build their pensions.

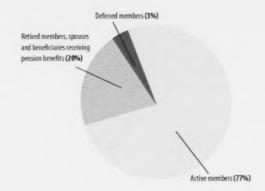
WHO WE SERVE

SHEPP serves 38,943 members:

- 29,729 active members
- 1,297 deferred members, or former members who left their funds in SHEPP to collect a pension at retirement

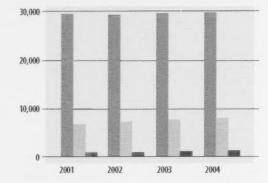
 7,917 retired members, spouses and beneficiaries receiving pension benefits

OUR MEMBERSHIP



HISTORICAL PROFILE

(in thousands)



- Active members
- Retired members, spouses and beneficiaries receiving pension benefits
- Deferred members

WE PARTNER WITH SHEPP EMPLOYERS

A total of 74 healthcare employers in Saskatchewan participate in SHEPP on behalf of their employees.

All Nations Healing Hospital Alzheimer Society of Saskatchewan Inc. Bethany Pioneer Village Birch Manor Border-Line Housing Co. (1975) Inc. Creighton Alcohol and Drug Abuse Council Cupar & District Nursing Home Cupar Health Centre Cypress Health Region Deer Park Villa Inc. Dr. Noble Irwin Healthcare Foundation Inc. Eaglestone Lodge - Personal Care Home Inc. Eatonia Oasis Living Inc. Elmwood Residences Inc. Extendicare Moose law Extendicare Regina Extendicare Saskatoon Five Hills Health Region Foyer Saint Joseph Nursing Home George Bailey Counselling Centre Gull Lake & District Road Ambulance Board Haven of Hope Home Heartland Health Region Herbert Group Home Herbert Nursing Home Inc.

Ina Grafton Gage Home Keewatin Yatthe Regional Health Authority Kelsey Trail Health Region Langham Senior Citizen's Home Lumsden & District Heritage Home LutherCare Communities Mamawetan Churchill River Health Authority Metis Addictions Council of Saskatchewan Mont St. Joseph Inc. Moose Jaw Alcohol & Drug Abuse Society Moose Jaw Health Foundation Moose Mountain Drug & Alcohol Society North Sask. Laundry & Support Services Ltd. Oak Trees & Acoms Child Care Centre Inc. Pine Island Out-patient Centre Pioneers Haven Co. Inc. Prairie North Regional Health Authority Prince Albert Council on Alcohol & Drug Abuse Prince Albert Parkland Health Region Providence Place for Holistic Health Qu'Appelle House Radville Marian Health Centre Regina Lutheran Home Regina Pioneer Village Ltd. Regina Qu'Appelle Health Region

Regina Recovery Homes Inc. Registered Psychiatric Nurses Assoc. of Sask. Saint Elizabeth's Hospital Saint Joseph's Health Centre Saint Joseph's Home Saint Joseph's Hospital, Estevan Saint Joseph's Hospital, Gravelbourg Saint Joseph's Hospital, Ile a La Crosse Salvation Army William Booth Special Care Home Sandy Bay Outpatient Centre Santa Maria Senior Citizens Home Inc. Sask. Voice of People with Disabilities Inc. Sask. Association of Health Organizations Sask, Assoc. of Licensed Practical Nurses Saskatchewan Cancer Agency Sask. Healthcare Employees' Pension Plan Sask. Society of Medical Laboratory Technologists Inc. Saskatoon Housing Coalition Saskatoon Health Region Spadina Childcare Co-operative Sun Country Health Region Sunrise Health Region The Health Foundation of East Central Sask.

Villa Pascal

MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL REPORTING

The SHEPP financial statements and all the information in this Annual Report are the responsibility of management and have been approved by the Board of Trustees. The financial statements have been prepared in accordance with Canadian generally accepted accounting principles and include some amounts that are necessarily based on management's best estimates and judgments. Financial and operating information presented in the Annual Report are consistent with the financial statements. Systems of internal control and practices are maintained to provide reasonable assurance that transactions are authorized, assets are safeguarded and proper records are maintained. Deloitte & Touche LLP, the external auditors appointed by the Board of Trustees, has conducted an independent examination of the financial statements in accordance with generally accepted auditing standards, performing such tests and other procedures as they consider necessary to express an opinion in their Auditors' Report. The external auditors have unrestricted access to management and the Board of Trustees to discuss any findings related to the integrity of the Plan's financial reporting and adequacy of the internal control systems.

Garry Tramer

General Manager

2004 FINANCIAL HIGHLIGHTS

		2004 (000's)	2003 (000's)
Net ass	ets available for benefits at the start of the year	\$ 1,985,907	\$ 1,724,981
Plus:	Member contributions	\$ 59,891	\$ 41,437
	Employer contributions	67,078	46,409
	Other contributions	2,853	2,295
	Investment income	53,397	42,163
	Net realized gain on investments	127, 184	18,920
		310,403	151,224
Less:	Pension benefits	59,938	54,227
	Termination and death benefits	11,531	10,625
	Realized loss on foreign exchange	1,123	620
	Expenses		
	Administrative expenses	1,485	911
	Consulting fees	187	290
	Professional fees	144	349
	Fund management fees	5,172	3,930
	Custodian fees	391	349
	Investment counselling fees	81	75
		80,052	71,376
Unreal	ized gains (losses)		
	Unrealized market value gain	36,406	183,576
	Unrealized loss on foreign exchange	(4,603)	(2,498)
		31,803	181,078
Net ass	ets available for benefits at the end of the year	\$ 2,248,061	\$ 1,985,907

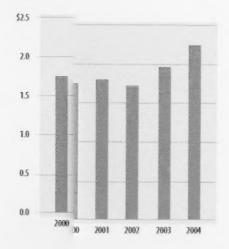
If you would like to receive a complete copy of SHEPP's 2004 audited financial statements, please contact sheppinfo@shepp.ca.

Net assets available for benefits increased by 13% to \$2.2 billion in 2004.

Contributions to the Plan grew to \$130 million in 2004, a 44% increase over the previous year.

A total of \$71.4 million was paid out in pension and benefit payments during the year, a 10% increase over the previous year.

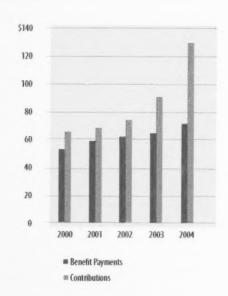
NET ASSETS (in billions)



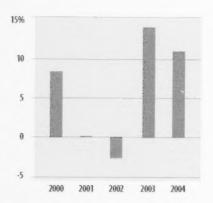
TOTAL FUND RIRETURN (%)

	2004	2003
Annual return	10.6	13.9
Annual benchmark rk	9.1	14.2
Four year annualized return	5.2	4.7
Four year annualized benchmark	4.0	3.2

BENEFITS AND CONTRIBUTIONS (in millions)



HISTORICAL TOTAL FUND RETURN (%)



MEMBER SERVICES

We provide a number of services to plan members throughout their membership. Whether they are receiving pension benefits, thinking about retirement or new members to the Plan, our goal is to provide the highest quality of service they deserve.

This means friendly, timely and accurate service designed to keep them informed and provide them with the personalized information they need to make educated retirement decisions.

CUSTOMER SERVICE

We provide customer service in person or by phone, and correspond with members by fax, regular mail and email.

- Over 10,000 telephone calls handled
- 150 personal meetings

conducted

- 2,600 letter, fax and email inquiries answered
- 33 pension presentations held throughout Saskatchewan communities

PERSONALIZED INFORMATION

Annually, members receive personal statements of their SHEPP benefits, contributions and service. In 2004, the statements were revamped using a friendlier format to help members better understand the key features of their SHEPP benefits.

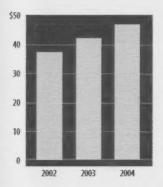
We also prepared the following:

- 2,500 pension estimates
- 1,130 benefit and options statements
- 1,200 prior service purchase calculations
- 100 portability and transfer information letters

Personal statements were mailed to more than 29,000 members in June 2004

Introduced in 2004, shepp.ca received 7.964 visitors.

ADMINISTRATIVE COST PER (EXCLUDING INVESTMENT COSTS) (in dollars)



PRINT AND ONLINE MATERIALS

We publish a full range of printed materials. Chief among those is the plan booklet, which explains the Plan and its benefits.

Information sheets on beneficiary designations and powers of attorney are available, and information sheets on other topics are planned for the future.

In 2004, we introduced our web site at shepp.ca. It provides a wealth of information on everything from governance to investments, as well as links to other sites. Interactive features, including a pension calculator, will be added later this year.

CONTRIBUTIONS AND BENEFITS

In 2004, we collected approximately \$130 million in contributions from SHEPP employers and plan members, a 44% increase over the previous year. Employees contributed \$62.7 million while their employers contributed \$67 million.

A total of \$71.4 million was paid out in pension and benefit payments during the year, a 10% increase over the previous year.

ADMINISTRATIVE COSTS

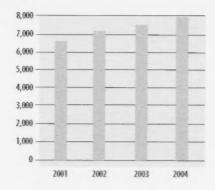
In 2004, the cost of providing services to plan members was \$47 per member. Even though this was an increase over the previous year, it still compares well to the costs reported by other major pension plans that benchmark costs. In 2004, the average cost reported by these other plans was \$116 per member.

RETIRED MEMBERS, SPOUSES AND BENEFICIARIES

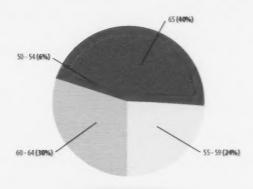
In 2004, we provided accurate and timely pension payments to 7,917 retired members, spouses and beneficiaries. This includes 596 newly retired members, which is an increase of 5.2% from the previous year.

The total pension payroll grew by 10% to almost \$60 million in 2004.

NUMBER OF RETIRED MEMBERS (in thousands)



AGE OF NEW RETIRED MEMBERS



The average new monthly pension in 2004 was \$1,106, 11% higher than the average in 2003 at \$998 (including bridge benefits).

4, 602 members will be eligible to start receiving unreduced pensions during the next 10 years.

FUND PERFORMANCE

HOW THE FUND IS INVESTED

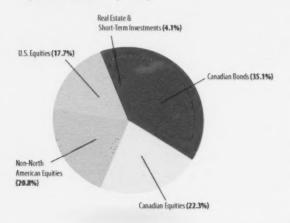
SHEPP's assets are invested in accordance with the Board of Trustees' investment philosophy and objectives, which are set out in its Statement of Investment Policies and Procedures. The Board's goal is to ensure there is enough money available to pay the benefits promised under the Plan. Its investment philosophy is one of prudence, with a view to earning the best possible returns within an acceptable level of risk.

WHAT THE FUND IS INVESTED IN

The SHEPP fund is invested in several different asset classes, based on the guidelines established by the Board. Maintaining a diversified portfolio ensures that the risk inherent in investments is dispersed among different asset classes. The charts below show the fund's investments by asset class.

SHEPP's target asset mix is about 60% equities and 40% fixed-income.

ASSET MIX
(at December 31,2004)



HISTORICAL ASSET MIX (%)

	2004	2003
Canadian Bonds	35.1	37.3
Canadian Equities	22.3	21.5
Non-North American Equities	20.8	20.8
U.S. Equities	17.7	19.1
Real Estate & Short-Term Investments	4.1	1.3
	100	100

2004 INVESTMENT PERFORMANCE

The investment objectives for the fund's performance over the long-term are to outperform the benchmark set for the fund and for each asset class. The benchmarks reflect the performance of the markets in which the fund is invested.

In 2004, the fund achieved a 10.6% return, exceeding its benchmark of 9.1% and generating \$212.3 million in investment income. This includes approximately \$30 million in additional value created by beating the benchmark by 1.5%.

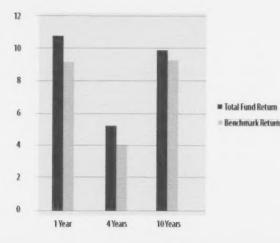
The positive return reflects the strength of the markets – which saw the equity and bond markets remain strong throughout the year – as well as incremental returns from the fund's active investment managers.

On a four-year basis, the fund generated an annualized rate of return of 5.2%. This reflects two years of double digit returns following two years of negative returns. The benchmark for this same period was 4.0%.

Looking longer term, on a 10-year basis the fund has realized a 9.9% annualized return, versus the benchmark's return of 9.2%.

TOTAL FUND VS. BENCHMARK RETURN (%)

FOUR-YEAR ANNUALIZED RETURN (%)



	2004	2003	2002	2001
Total Fund	5.2	4.7	4.7	7.7
Benchmark	4.0	3.2	3.1	6.6

In 2004, the fund achieved an investment return of 10.6 %, beating its benchmark by 1.5%.

The fund generated over \$212.3 million in investment income (realized and unrealized) during the year.

2004 BOARD OF TRUSTEES

CHAIR

lim Tomkins

Vice-President (Administration) of the University of Regina

VICE-CHAIR

Marg Romanow

Benefits Officer with the Saskatchewan Union of Nurses

Andrew Huculak

National Representative with the Canadian Union of Public **Employees**

Muriel Morhart

Staff Representative with the Service Employees' International Union

Kay Robertson

Lawyer

Joe Rybinski

Executive Director of Human Resources for the Kelsey Trail Regional Health Authority

Tim Slattery

Executive Director for the Health Sciences Association of Saskatchewan

Trent Szabo

Director of Payroll & Benefits for the Sunrise Health Region

SHEPP DIRECTORY

ADMINISTRATION

GENERAL

MANAGER

Garry Tramer

EXTERNAL ADVISORS AND AGENTS

ACTUARY

Aon Consulting

AUDITOR

Deloitte & Touche LLP

CUSTODIAN

CIBC Mellon Global Securities

LEGAL COUNSEL

Balfour Moss

PENSION ADMINISTRATION

SYSTEM SUPPLY & SUPPORT

James Evans & Associates

Cronus Technologies Inc.

INVESTMENT ADVISOR

James P. Marshall (a Hewitt Company)

PERFORMANCE

MEASUREMENT SERVICE

API Asset Performance

INVESTMENT MANAGERS

Greystone Managed Investments Montrusco Bolton Investments

Barclays Global Investors Franklin Templeton Investments

Bentall Capital Management

TD Quantitative Capital

Bissett Investment Management

Phillips, Hager & North Investment Management

JP Morgan Asset Management

We welcome your comments and suggestions on this annual report.

Contactus at

Phone 306.751.8300 (in Regina) Toll free 1.866.394.4440 Email sheppinfo@shepp.ca

